

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,<sup>1</sup>

Debtors.

Chapter 11

Case No. 01-01139 (JKF)  
(Jointly Administered)

Objection Deadline: 2/18/13 at 4:00p.m.  
Hearing Date: TBD only if necessary

**SUMMARY OF APPLICATION OF FOLEY HOAG LLP  
FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT  
OF EXPENSES AS COUNSEL TO W.R. GRACE & CO., ET AL. FOR THE  
INTERIM PERIOD FROM DECEMBER 1, 2012 THROUGH DECEMBER 31, 2012**

Name of Applicant:

Foley Hoag LLP

Authorized to Provide Professional  
Services to:

W.R. Grace & Co.,  
Debtors and Debtors-in-Possession

Date of Retention:

September 30, 2005, *nunc pro tunc* July 1, 2005

Period for Which Compensation and  
Reimbursement is Sought:

December 1, 2012 through December 31, 2012

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., CPC Thomasville Corp., Gloucester New Communities Company, Inc. Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp, Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Amount of Compensation Sought as Actual, Reasonable and Necessary: \$27,450.96 (80% of \$34,313.70; remaining 20% to be sought as part of quarterly application)

Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary: \$1,162.36

This is a X monthly      quarterly X interim      final application

The total time expended for fee application preparation is approximately 2.0 hours and the corresponding compensation requested is approximately \$1,200.00.

Prior fee applications:

Period Covered	Date Filed	Requested		Approved	
		Fees	Expenses	Fees	Expenses
08/01/05 - 08/31/05	03/28/06	\$ 25,669.50	\$ 34.55	\$ 25,669.50	\$ 34.55
09/01/05 - 09/30/05	10/31/05	\$ 26,289.00	\$ 11.64	\$ 26,289.00	\$ 11.64
10/01/05 - 10/31/05	11/28/05	\$ 27,633.50	\$ 355.67	\$ 27,633.50	\$ 355.67
11/01/05 - 11/30/05	12/28/05	\$ 16,109.00	\$ 18.91	\$ 16,109.00	\$ 18.91
12/01/05 - 12/31/05	01/31/06	\$ 13,522.50	\$ 3.50	\$ 13,522.50	\$ 3.50
01/01/06 - 01/31/06	03/27/06	\$ 9,535.50	\$ 49.85	\$ 9,535.50	\$ 49.85
02/01/06 - 02/28/06	03/29/06	\$ 10,474.00	\$ 42.75	\$ 10,474.00	\$ 42.75
03/01/06 - 03/31/06	04/28/06	\$ 13,346.50	\$ 48.42	\$ 13,346.50	\$ 48.42
04/01/06 - 04/30/06	06/27/06	\$ 14,568.50	\$ 2.24	\$ 14,568.50	\$ 2.24
05/01/06 - 05/31/06	06/28/06	\$ 28,346.50	\$ 219.20	\$ 28,346.50	\$ 219.20
06/01/06 - 06/30/06	07/31/06	\$ 22,530.00	\$ 24.92	\$ 22,530.00	\$ 24.92
07/01/06 - 07/31/06	09/11/06	\$ 9,114.00	\$ -	\$ 9,114.00	\$ -
08/01/06 - 08/31/06	09/28/06	\$ 3,104.50	\$ 119.61	\$ 3,104.50	\$ 119.61
09/01/06 - 09/30/06	10/31/06	\$ 3,778.50	\$ 26.52	\$ 3,778.50	\$ 26.52
10/01/06 - 10/31/06	11/30/06	\$ 1,941.50	\$ -	\$ 1,941.50	\$ -

Period Covered	Date Filed	Requested		Approved	
		Fees	Expenses	Fees	Expenses
11/01/06 - 11/30/06	12/28/06	\$ 2,088.50	\$ 55.71	\$ 2,088.50	\$ 55.71
12/01/06 - 12/31/06	01/29/07	\$ 2,557.50	\$ -	\$ 2,557.50	\$ -
01/01/07 - 01/31/07	03/07/07	\$ 4,871.00	\$ 27.09	\$ 4,871.00	\$ 27.09
02/01/07 - 02/28/07	03/28/07	\$ 3,675.50	\$ 39.51	\$ 3,675.50	\$ 39.51
03/01/07 - 03/31/07	05/02/07	\$ 2,426.50	\$ 46.50	\$ 2,426.50	\$ 46.50
04/01/07 - 04/30/07	06/01/07	\$ 6,579.00	\$ -	\$ 6,579.00	\$ -
05/01/07 - 05/31/07	06/28/07	\$ 3,736.00	\$ 55.08	\$ 3,736.00	\$ 55.08
06/01/07 - 06/30/07	07/30/07	\$ 6,336.00	\$ 26.10	\$ 6,336.00	\$ 26.10
07/01/07 - 07/31/07	08/28/07	\$ 4,742.00	\$ 41.52	\$ 4,742.00	\$ 41.52
08/01/07 - 08/31/07	09/28/07	\$ 3,785.00	\$ 45.36	\$ 3,785.00	\$ 45.36
09/01/07 - 09/30/07	10/30/07	\$ 6,360.00	\$ 8.07	\$ 6,360.00	\$ 8.07
10/01/07 - 10/31/07	11/28/07	\$ 20,744.50	\$ 32.61	\$ 20,744.50	\$ 32.61
11/01/07 - 11/30/07	02/11/08	\$ 16,655.00	\$ 5,337.35	\$ 16,655.00	\$ 5,337.35
12/01/07 - 12/31/07	02/12/08	\$ 9,012.50	\$ 785.75	\$ 9,012.50	\$ 785.75
01/01/08 - 01/31/08	02/28/08	\$ 5,702.50	\$ 14.30	\$ 5,702.50	\$ 14.30
02/01/08 - 02/29/08	03/28/08	\$ 9,296.00	\$ 61.51	\$ 9,296.00	\$ 61.51
03/01/08 - 03/31/08	04/28/08	\$ 6,450.50	\$ 10.08	\$ 6,450.50	\$ 10.08
04/01/08 - 04/30/08	05/28/08	\$ 7,966.50	\$ -	\$ 7,966.50	\$ -
05/01/08 - 05/31/08	06/30/08	\$ 12,509.00	\$ 107.37	\$ 12,509.00	\$ 107.37
06/01/08 - 06/30/08	07/29/08	\$ 27,053.50	\$ 1,856.55	\$ 27,053.50	\$ 1,856.55
07/01/08 - 07/31/08	09/02/08	\$ 28,893.82	\$ 9.84	\$ 28,893.82	\$ 9.84
08/01/08 - 08/31/08	09/29/08	\$ 16,498.00	\$ 40.76	\$ 16,498.00	\$ 40.76

Period Covered	Date Filed	Requested		Approved	
		Fees	Expenses	Fees	Expenses
09/01/08 – 09/30/08	10/28/08	\$ 5,198.00	\$ 125.00	\$ 5,198.00	\$ 125.00
10/01/08 – 10/31/08	12/01/08	\$ 12,825.50	\$ 131.40	\$ 12,825.50	\$ 131.40
11/01/08 – 11/30/08	12/30/08	\$451,925.32	\$ 63.72	\$451,925.32	\$ 63.72
12/01/08 – 12/31/08	01/28/09	\$ 7,627.50	\$ 10.25	\$ 7,627.50	\$ 10.25
01/01/09 – 01/31/09	03/04/09	\$ 6,813.00	\$ 4,315.82	\$ 6,813.00	\$ 4,315.82
02/01/09 – 02/28/09	03/30/09	\$ 8,482.50	\$ 51.72	\$ 8,482.50	\$ 51.72
03/01/09 – 03/31/09	04/28/09	\$ 55,220.50	\$ 64.99	\$ 55,220.50	\$ 64.99
04/01/09 – 04/30/09	06/02/09	\$ 65,020.00	\$ 1,256.33	\$ 65,020.00	\$ 1,256.33
05/01/09 – 05/31/09	06/30/09	\$ 54,181.25	\$ 1,364.86	\$ 54,181.25	\$ 1,364.86
06/01/09 – 06/30/09	07/28/09	\$ 27,814.50	\$ 521.42	\$ 27,814.50	\$ 521.42
07/01/09 – 07/31/09	08/28/09	\$ 12,702.00	\$ 35.88	\$ 12,702.00	\$ 35.88
08/01/09 – 08/31/09	09/28/09	\$ 16,368.00	\$ 51.00	\$ 16,368.00	\$ 51.00
09/01/09 – 09/30/09	10/28/09	\$ 13,263.00	\$ 58.38	\$ 13,263.00	\$ 58.38
10/01/09 – 10/31/09	11/30/09	\$ 21,282.00	\$ 149.24	\$ 21,048.00	\$ 149.20
11/01/09 – 11/30/09	12/28/09	\$ 16,380.00	\$ 69.25	\$ 16,380.00	\$ 62.27
12/01/09 – 12/31/09	01/28/10	\$ 12,040.50	\$ 34.56	\$ 12,040.50	\$ 34.56
01/01/10 – 01/31/10	03/01/10	\$ 18,646.00	\$ 9.66	\$ 18,646.00	\$ 9.66
02/01/10 – 02/28/10	03/29/10	\$ 22,295.50	\$ 201.09	\$ 22,295.50	\$ 201.09
03/31/10 – 03/31/10	04/28/10	\$ 40,107.00	\$ 77.85	\$ 40,107.00	\$ 77.85
04/01/10 – 04/30/10	05/28/10	\$ 12,322.00	\$ 1.95	\$ 12,322.00	\$ 1.95
05/01/10 – 05/31/10	06/28/10	\$ 10,492.00	\$ 83.77	\$ 10,492.00	\$ 83.77
06/01/10 – 06/30/10	07/28/10	\$ 22,082.00	\$ 2.73	\$ 22,082.00	\$ 2.73

Period Covered	Date Filed	Requested		Approved	
		Fees	Expenses	Fees	Expenses
07/01/10 – 07/31/10	09/01/10	\$ 10,774.00	\$ 86.70	\$ 10,774.00	\$ 86.70
08/01/10 – 08/31/10	09/29/10	\$ 7,686.00	\$ 43.34	\$ 7,686.00	\$ 43.34
09/01/10 – 09/30/10	10/28/10	\$ 9,211.00	\$ 3.70	\$ 9,211.00	\$ 3.70
10/01/10 – 10/31/10	11/30/10	\$ 11,285.00	\$ 331.92	\$ 11,285.00	\$ 331.92
11/01/10 – 11/30/10	12/29/10	\$ 18,422.00	\$ 47.70	\$ 18,422.00	\$ 47.70
12/01/10 – 12/31/10	01/28/11	\$ 10,694.00	\$ 19.00	\$ 10,694.00	\$ 19.00
01/01/11 – 01/31/11	02/28/11	\$ 9,722.50	\$ 9.55	\$ 9,722.50	\$ 9.55
02/01/11 – 02/28/11	04/05/11	\$ 16,764.00	\$ 33.60	\$ 16,764.00	\$ 33.60
03/01/11 – 03/31/11	04/29/11	\$ 11,570.00	\$ -	\$ 11,570.00	\$ -
04/01/11 – 04/30/11	05/31/11	\$ 3,425.50	\$ 9.60	\$ 3,425.50	\$ 9.60
05/01/11 – 05/31/11	06/28/11	\$ 13,060.50	\$ 145.75	\$ 13,060.50	\$ 145.75
06/01/11 – 06/30/11	07/28/11	\$ 26,000.00	\$ 34.00	\$ 26,000.00	\$ 34.00
07/01/11 – 07/31/11	08/29/11	\$ 20,836.50	\$ 213.15	\$ 20,836.50	\$ 213.15
08/01/11 – 08/31/11	09/28/11	\$ 13,111.00	\$ 27.90	\$ 13,111.00	\$ 27.90
09/01/11 – 09/30/11	10/28/11	\$ 13,515.50	\$ 3.64	\$ 13,515.50	\$ 3.64
10/01/11 – 10/31/11	11/28/11	\$ 12,173.00	\$ 59.09	\$ 12,173.00	\$ 59.09
11/01/11 – 11/30/11	12/29/11	\$ 8,826.50	\$ 2,432.00	\$ 8,826.50	\$ 2,432.00
12/01/11 – 12/31/11	1/30/12	\$ 7,718.50	\$ 656.55	\$ 7,718.50	\$ 656.55
01/01/12 – 01/31/12	2/28/12	\$ 24,330.00	\$ 4,958.15	\$ 24,330.00	\$ 4,958.15
02/01/12 – 02/29/12	3/29/12	\$ 23,373.00	\$ 562.83	\$ 23,373.00	\$ 562.83
03/01/12 – 03/31/12	4/30/12	\$ 8,002.30	\$ 1.69	\$ 8,002.30	\$ 1.69
04/01/12 – 04/30/12	5/29/12	\$ 12,647.90	\$ 39.13	\$ 12,647.90	\$ 39.13

Period Covered	Date Filed	Requested		Approved	
		Fees	Expenses	Fees	Expenses
05/01/12 – 05/31/12	6/28/12	\$ 12,935.00	\$ 69.59	\$ 12,935.00	\$ 69.59
06/01/12 – 06/30/12	7/30/12	\$ 28,106.40	\$ 884.95	\$ 28,106.40	\$ 884.95
07/01/12 – 07/31/12	8/28/12	\$ 11,399.40	\$ 416.74	\$ 9,119.52*	\$ 416.74
08/01/12 – 08/31/12	9/28/12	\$ 15,583.00	\$ 44.54	\$ 12,466.40*	\$ 44.54
09/01/12 – 09/30/12	10/31/12	\$ 12,236.90	\$ 0	\$ 9,789.52*	\$ 0
10/01/12 – 10/31/12	11/29/12	\$ 9,659.40	\$ 2.47	\$ 7,727.52*	\$ 2.47
11/01/12 – 11/30/12	12/28/12	\$ 16,257.20	\$ 24.10	\$ 13,005.76*	\$ 24.10

\* 80% approved; remaining 20% sought or to be sought as part of quarterly application.

The Foley Hoag attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$624.00	28.2	\$ 17,596.80
Jacob N. Polatin	Partner	Real Estate	\$601.00	2.9	\$ 1,742.90
Thomas Barker	Partner	Administrative	\$740.00	3.3	\$ 2,442.00
James Flaherty	Associate	Administrative	\$485.00	1.6	\$ 776.00
Amy E. Boyd	Associate	Environmental	\$430.00	26.0	\$ 11,180.00
Ross Margulies	Associate	Administrative	\$320.00	1.8	\$ 576.00
<b>TOTAL</b>				<b>63.8</b>	<b>\$ 34,313.70</b>

Summary of expenses incurred on behalf of the Debtors in these cases during the Fee Period:

Description	December
Document Production	\$ .96
Photocopying	\$ 1,003.35
Taxi Fare	\$ 19.00
Meals	\$ 139.05
<b>TOTAL</b>	<b>\$ 1,162.36</b>

Respectfully submitted,



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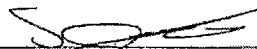
Seth D. Jaffe (MA BBO # 548217)  
Foley Hoag LLP  
Seaport World Trade Center West  
155 Seaport Boulevard  
Boston, MA 02210-2600  
(617) 832-1000

Dated: January 28, 2013

**RULE 2016-2(f) CERTIFICATION**

I, Seth D. Jaffe, have reviewed the requirements of Rule 2016-2 and certify that the Summary of Application of Foley Hoag LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to W.R. Grace & Co., et al., for the Interim Period from December 1, 2012 through December 31, 2012 complies with the Rule.

Respectfully submitted,



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Seth D. Jaffe (MA BBO # 548217)  
Foley Hoag LLP  
Seaport World Trade Center West  
155 Seaport Boulevard  
Boston, MA 02210-2600  
(617) 832-1000

Dated: January 28, 2013